

**RESOLUTIONS**  
**OF**  
**THE MCQUADE FOUNDATION**

The undersigned, Lee Allen, being the President of the Board of Directors of The McQuade Foundation, hereby affirms that the following is a true and accurate copy of the Resolutions adopted by unanimous written consent of the Board of Directors of The McQuade Foundation memorialized on April 26, 2024 and April 27, 2024, and further affirms that said Resolutions have not been modified or rescinded and remain in full force and effect as and of the date hereof.

RESOLVED, that this not-for-profit corporation file for reorganization under Subchapter V of Chapter 11 of Title 11 of the United States Code, and be it further

RESOLVED, that Dr. Sarah Ruback, Chief Executive Officer, be and the same is hereby authorized to sign any and all documents and instruments on behalf of the corporation necessary or appropriate for the filing, maintenance, prosecution or advancement of the case, and be it further

RESOLVED, that the law firm of Barclay Damon LLP be retained as counsel to the corporation with respect to said proceeding; and it is further

RESOLVED, that the accounting firm of Eisner Advisory Group LLC d/b/a EisnerAmper be retained as financial advisor to the corporation with respect to said proceeding.

Dated: April 27, 2024

  
**THE MCQUADE FOUNDATION**  
By: Lee Allen  
Title: President of the Board of Directors